Delaware Division of Corporations 401 Federal Street – Suite 4

Dover, DE 19901 Phone: 302-739-3073 Fax: 302-739-3812

> Certificate of Conversion from a Foreign Limited Liability Company To a Domestic Limited Liability Company

Dear Sir or Madam:

Enclosed please find a form for a Certificate of Conversion from a Foreign Limited Liability Company to a Domestic Limited Liability Company. The fee to file the Conversion is \$90.00 and the filing fee for the Domestic Limited Liability Company Formation is \$90.00 payable upon the receipt of the documents. You will receive a stamped "filed" copy of your document. If you would like a certified copy it will be an additional \$60 (\$30.00 for the certified copy of the Conversion and \$30.00 for the certified copy of the Limited Liability Company). Expedited services are available please contact our office concerning these fees. Also, please contact our Franchise Tax Department for applicable Franchise Taxes that may be due. Please make your check payable to "Delaware Secretary of State".

In order to process your request in a timely manner, please include a cover letter with your name, address and telephone/fax number to enable us to contact you if necessary. Please make sure you thoroughly complete all information requested on this form. It is important that the execution be legible, we request that you print or type your name under the signature line.

Thank you for choosing Delaware as your corporate home. Should you require further assistance in this or any other matter, please don't hesitate to call us at (302) 739-3073.

Sincerely,

Department of State Division of Corporations

Rev. 07/04

STATE OF DELAWARE CERTIFICATE OF CONVERSION FROM A FOREIGN LIMITED LIABILITY COMPANY TO A DOMESTIC LIMITED LIABILITY COMPANY PURSUANT TO SECTION 18-214 OF THE LIMITED LIABILITY COMPANY ACT

1.	The jurisdiction where the Foreign Limited Liability Company first formed is
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2.	The jurisdiction immediately prior to filing this Certificate is
3.	The date the Foreign Limited Liability Company was first formed is
4.	The name of the Foreign Limited Liability Company immediately prior to filing this
	Certificate is
5.	The name of the Limited Liability Company as set forth in the Certificate of
	Formation is
	By:
	Authorized Person
	Name:
	Print or Type